

No. RITES/SECY/NSE  
Date: September 29, 2021

To:  Listing Department, National Stock Exchange of India Limited, 'Exchange Plaza', C-1, Block G, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051	To:  Corporate Relationship Department, BSE Limited, Rotunda Building, P J Towers, Dalal Street, Fort, Mumbai - 400 001
<b>Scrip Code- RITES</b>	<b>Scrip Code- 541556</b>

**Sub: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") – Proceedings of the 47th Annual General Meeting**

Dear Sir/ Madam,

Pursuant to Regulation 30 of the Listing Regulations, we are submitting herewith the summary of proceedings of 47th Annual General Meeting ("AGM") of the Company held on Wednesday, September 29, 2021, at 11:00 AM and concluded at 11:57 AM through Video Conferencing (VC)/ Other Audio Video Means (OAVM).

Kindly take this information on record.

Thanking You,

Yours faithfully,  
For RITES Limited

  
(Joshit Ranjan Sikidar)  
Company Secretary & Compliance Officer  
Membership No. - A32442

**PROCEEDINGS OF 47<sup>TH</sup> ANNUAL GENERAL MEETING OF RITES LIMITED**

The 47<sup>th</sup> Annual General Meeting (AGM) of the members of the Company was held on Wednesday, 29<sup>th</sup> September 2021, at 11:00 AM through Video Conference (VC) / Other Audio-Visual Means (OAVM).

Shri Gopi Sureshkumar Varadarajan, Chairman and Managing Director, chaired the Meeting.

The number of shareholders as on the cut-off date i.e., 27<sup>th</sup> August 2021 were 1,06,839 and as on record date i.e., 21<sup>st</sup> September 2021 were 1,03,811.

The details of number of shareholders present in the meeting are as follows:

Category	Promoter and Promoter Group	Public	Total
In Person (through V.C.)	1	148	149
Through Proxy / Authorised Representative	N.A.	N.A.	N.A.
<b>Total</b>	<b>1</b>	<b>148</b>	<b>149</b>

Shri Joshit Ranjan Sikidar, Company Secretary, welcomed the shareholders and explained the procedure of the meeting.

Thereafter, Chairman called the meeting to order as requisite quorum was present. The Chairman introduced the Directors, key Managerial Personnel, and the Invitees present at the meeting.

The Chairman informed that this year too in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms, the AGM was conducted through VC / OAVM. This meeting has been convened and being conducted in accordance with the circulars and notifications issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).

The Chairman informed that the Company had tied up with M/s Link Intime India Private Limited to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility.



The Chairman then informed the Members that the Report of Board of Directors, the Accounts for the financial year ended on 31<sup>st</sup> March 2021 and the Notice convening the 47th AGM were taken as read as the same had already been circulated to the Members. As there were no qualifications in the Statutory Audit Report, it was not required to be read.

The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting.

The remote e-voting commenced at 9.00 a.m. on Saturday, 26<sup>th</sup> September 2021 and ended at 5.00 p.m. on Tuesday, 28<sup>th</sup> September, 2021. The Chairman informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting.

The Company had appointed Mr. Sachin Agarwal, Partner of M/s Agarwal S. & Associates, Company Secretary, as the Scrutiniser for the purpose of scrutinising the process of remote e-voting held prior and e-voting during the AGM.


On the invitation of the Chairman, Members who had registered themselves as speakers, addressed the meeting through VC / OAVM and sought clarifications on the company's accounts and businesses. The Chairman responded to the queries of the Members and provided clarifications.

Thereafter, the following resolutions as set out in the Notice convening the 47th Annual General Meeting were proposed and request was made to the Shareholders, who have not voted through remote e-voting, to cast their vote during the meeting:



Sr. No.	Particulars No.	Type of Resolution
<b>ORDINARY BUSINESS</b>		
1.	To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended 31 <sup>st</sup> March 2021 along with the Reports of Board of Directors and Auditors thereon.	Ordinary Resolution
2.	To confirm the first and second interim dividend declared for the Financial Year 2020-21 and to declare final dividend on equity shares for the financial year ended 31 <sup>st</sup> March 2021.	Ordinary Resolution
3.	To appoint a Director in place of Shri Anil Vij, Director Technical (DIN: 07145875), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
4.	To take note of appointment of Statutory Auditors and Branch Auditors as appointed by Comptroller and Auditor General of India and to fix their remuneration for audit and other services.	Ordinary Resolution
<b>SPECIAL BUSINESS</b>		
5.	To take note of appointment of Shri Gopi Sureshkumar Varadarajan, Director Projects, (DIN: 08241385) of the Company as the Chairman & Managing Director (Additional Charge) as appointed by the Ministry of Railways w.e.f. 01.07.2021 for a period of three months or till further orders whichever is earlier.	Ordinary Resolution

Thereafter, the Company Secretary announced for voting to be taken electronically (e-voting) and requested Mr. Sachin Agarwal, the Scrutiniser for the orderly conduct of the voting.





राइट्स लिमिटेड  
(भारत सरकार का प्रतिष्ठान)  
**RITES LIMITED**  
(Schedule 'A' Enterprise of Govt. of India)

He further informed that the e-voting results along with the consolidated Scrutinizer's Report shall be informed to stock Exchanges and be placed on the website of the Company, M/s Link Intime India Private Limited and Stock Exchanges. The meeting concluded at 11:57 AM after being open for 15 minutes for e-voting to be completed.

Post completion of the Annual General Meeting, after scrutiny of votes the Scrutiniser submitted his Report. As per the report submitted by the Scrutiniser considering the consolidated results of the remote e-voting held prior and e-voting during the AGM, all resolutions (Ordinary) embodied in the Notice of Annual General Meeting dated 4<sup>th</sup> September 2021 were passed with the requisite majority.

For RITES Limited

(Joshit Ranjan Sikidar)  
Company Secretary & Compliance Officer  
Membership No: A32442